



Honorable Linda B. Riegle
United States Bankruptcy Judge



Entered on Docket
June 20, 2012

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Attorneys for USACM Liquidating Trust

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA**

In re:

USA Commercial Mortgage Company,

Debtors.

Case No. BK-S-06-10725-LBR

CHAPTER 11

**Order Approving Stipulated Motion
for Approval of Settlement of Walls
Family Trust Dated 12/10/97 Proofs of
Claim and Vacating Status Conference**

**Status Conference: July 17, 2012
Time: 10:00 am.**

USACM Liquidating Trust (the "USACM Trust"), through its counsel, Lewis and Roca LLP, and Joseph Walls, Trustee of the Walls Family Trust Dated 12/10/97 ("Walls Trust"), filed a Stipulated Motion For Approval of Settlement of Walls Family Trust Dated 12/10/97 Proofs of Claim and Vacating Status Conference [DE 9831], seeking authority to settle Walls Trust's proofs of claim against the estate of USA Commercial Mortgage Company ("USACM"). Good cause now appearing from the stipulation of the parties, no notice being necessary, it is

ORDERED:

- Walls Family Trust has an allowed non-priority unsecured claim 10725-00396 based upon an investment in Rio Bravo in the amount of \$100,000;

- Walls Family Trust is allowed a non-priority unsecured claim in the amount of 45% of \$650,000 or \$292,500 for the unresolved proofs of claim based in whole or in part upon investments in: Gramercy Court \$50,000; Del Valle Livingston \$200,000; Eagle Meadows \$200,000; and Fox Hills 216 \$200,000.
- The remaining balance of the Wall Trust claims are hereby disallowed in their entirety.
- Based upon the allowed portion of \$292,500 allowed as an unsecured non-priority claim, upon entry of this Order, the Trust will distribute approximately 8.9% or approximately \$26,032.50 on the allowed portion as the *pro rata* share of the funds reserved by the Trust from the first and second creditor distribution to the Walls Trust. All other funds reserved for the Walls Claims are hereby released from the Disputed Claims Reserve and made available to the Trust for whatever purpose is appropriate in the administration of the Trust.
- Walls will share in future distributions pro rata based upon the amounts of the allowed claims set forth above.
- The Walls Trust's responses are deemed withdrawn and the omnibus objections [DE 8535, 8563, 8615, 9060 9126 and 9145], are hereby deemed sustained except as to the \$292,500 allowed claim.
- Each party shall bear its own attorneys' fees and expenses. Both parties release the other party and waive any claims against the other party.
- This settlement does not affect the Walls Trust interest in any direct loans.
- The status conference scheduled for July 17, 2012 at 10:00 a.m. is hereby vacated.

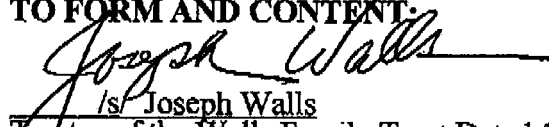
**LEWIS
AND
ROCA**
LLP
LAWYERS.

1 RESPECTFULLY SUBMITTED on June 19, 2012.

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3 **LEWIS AND ROCA LLP**

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5 By: /s/ Robert M. Charles, Jr. (NV 8593)
6 Robert M. Charles, Jr., NV 6593
7 John Hinderaker, AZ 18024 (*pro hac vice*)
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11 **AGREED, AND APPROVED AS**
12 **TO FORM AND CONTENT:**

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14 /s/ Joseph Walls
15 Trustee of the Walls Family Trust Dated 12/10/97
16 c/o Joseph P. and Ellen Walls Ttees
2778 Bedford Way
Carson City, NV 89703
Email: mersea@sbcglobal.net

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